

STATE OF ALABAMA

SHELBY COUNTY

290

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KNOW ALL MEN BY THESE PRESENTS, that in consideration of the conveyance of other real estate to CHAMPION INTERNATIONAL CORPORATION, a New York corporation formerly known as U.S. PLYWOOD-CHAMPION PAPERS INC. ("the Grantor"), by THOMAS M. POE, JR. and DAN T. BURTON ("the Grantees), the receipt and sufficiency whereof are hereby acknowledged, the Grantor does hereby grant, bargain, sell and convey unto the Grantees, subject to the reservations and encumbrances hereafter set forth, the following described real estate situated in Shelby County, Alabama:

All that part of the NE-1/4 of the NE-1/4, lying west of Shelby County Road 52; all that part of the NW-1/4 of the NE-1/4, lying west of Shelby County Road 52 and southeast of Southern Railroad; and all that part of the NE-1/4 of the NW-1/4, lying southeast of Southern Railroad, all in Section 13, Township 20 South, Range 4 West, containing in all 50 acres, more or less, by estimation;

LESS AND EXCEPT, however, and RESERVING unto the Grantor all the oil, gas, coal, iron ore, limestone, sulphur and all other minerals in, under or upon said lands, together with the right to mine and remove the same, and the rents and royalties therefrom, and the lessor's interest under that certain Oil and Gas Lease between the Grantor and The Louisiana Land And Exploration Company dated as of August 1, 1981.

TO HAVE AND TO HOLD unto the Grantees, their heirs and assigns, forever, subject, however, to the aforesaid Oil and Gas Lease, easements and rights of way of record or in use and the lien for ad valorem taxes for the current tax year.

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3077 Westspring Pines Circle
B'ham AL 35226

IN WITNESS WHEREOF, the Grantor has caused these presents
to be executed for and in its name by its duly authorized officer all as of
this 19th day of April, 1984.

CHAMPION INTERNATIONAL CORPORATION

BY: *W.H. Burchfield*
Its: Executive Vice President

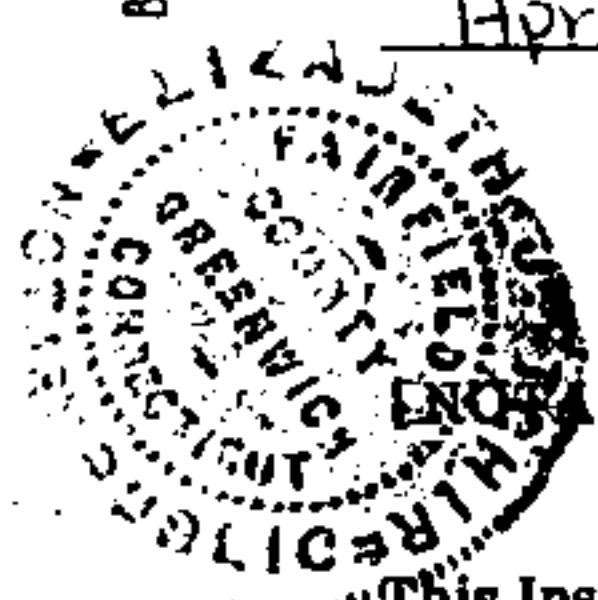
STATE OF CONNECTICUT)
 :
FAIRFIELD COUNTY)

I, the undersigned, a Notary Public in and for said County, in
said State, hereby certify that W.H. Burchfield whose name as
Executive Vice Pres. of CHAMPION INTERNATIONAL CORPORATION, a
New York corporation, is signed to the foregoing instrument and who is
known to me, acknowledged before me on this day that, being informed of
the contents of the instrument, he, as such officer and with full authority,
executed the same voluntarily for and as the act of said corporation.

Given under my hand and official seal this 19th day of
April, 1984.

Elizabeth J. Jiles
Notary Public

MY COMMISSION EXPIRES MARCH 31, 1987



This Instrument Prepared By:

J. Robert Fleenor
1400 Park Place Tower
Birmingham, AL 35203

STATE OF ALA. SHELBY CO.
I CERTIFY THIS
INSTRUMENT WAS FILED
1984 MAY -4 PM 3:07
Thomas H. [Signature]
JUDGE OF PROBATE

Deed TAX 35.00
Rec 3.00
Ind 1.00
39.00

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